

Division of Corporations

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Florida Department of State
Division of Corporations
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**MERGER OR SHARE EXCHANGE
KILSO CORPORATION**

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**ARTICLES OF MERGER
OF
KERSO CORPORATION
WITH AND INTO
KILSO CORPORATION**

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Kilso Corporation, a Florida corporation ("Kilso"), hereby delivers to the Florida Department of State for filing these Articles of Merger for the merger of Kerso Corporation, a Florida corporation ("Kerso"), with and into Kilso. Kilso shall be the surviving corporation.

1. A true copy of the Plan of Merger is attached hereto as Exhibit A.
2. The merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State (the "Effective Date").
3. Action by the shareholder of Kilso on this Plan of Merger is not required because the Articles of Incorporation of Kilso will not differ from its Articles before the merger, and each shareholder of Kilso whose shares were outstanding immediately prior to the Effective Date will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the merger.
4. The foregoing Plan of Merger was:
 - (a) Approved by the board of directors of Kilso by written consent of its director effective as of May 9, 2012, and approval by the sole shareholder of Kilso is not required;
 - (b) Approved by the board of directors of Kerso and recommended to its shareholder by written consent of its director effective as of May 9, 2012; and
 - (c) Approved by written consent of the shareholder of Kerso, who was entitled to vote on such Plan of Merger, effective as of May 9, 2012.

IN WITNESS WHEREOF, these Articles of Merger have been executed and delivered by the constituent corporations as of the Effective Date.

KERSO CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine
Its President

KILSO CORPORATION,
a Florida corporation

By: 
J. Michael Hartenstine
Its President

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Exhibit A

**PLAN OF MERGER
OF
KERSO CORPORATION
WITH AND INTO
KILSO CORPORATION**

1. The names of the corporations planning to merge are Kerso Corporation, a Florida corporation ("Kerso"), and Kilso Corporation, a Florida corporation ("Kilso"). On the Effective Date of the Merger, subject to and upon the terms and conditions of this Plan of Merger (the "Plan") and in accordance with §§607.1101 et seq. of the Florida Business Corporation Act (the "Act"), Kerso will be merged with and into Kilso, the separate corporate existence of Kerso will cease, and Kilso will continue as the surviving corporation (the "Merger").

2. The Merger shall be effective on the date the Articles of Merger are filed with the Florida Department of State (the "Effective Date").

3. On the Effective Date of the Merger, the effect of the Merger will be as provided in this Plan and the applicable provisions of the Act. Without limiting the generality of the foregoing, on the Effective Date of the Merger, all properties, rights, privileges and powers of Kerso will vest in Kilso, as the surviving corporation, and all liabilities and obligations of Kerso will become the liabilities and obligations of Kilso, as the surviving corporation.

4. The Articles of Incorporation and the Bylaws of Kilso, as the surviving corporation in the Merger, will not differ from its Articles of Incorporation and Bylaws in effect immediately prior to the Effective Date of the Merger.

5. Each person who is a director or officer of Kilso immediately prior to the Effective Date of the Merger will continue to be a director or officer of Kilso, the surviving corporation in the Merger, from and after the Effective Date of the Merger and will serve in such capacity until his respective successor is duly elected or appointed, or until his death, resignation or removal.

6. On the Effective Date of the Merger, by virtue of the Merger and without any action on the part of any shareholder of Kerso, each share of common stock of Kerso, issued and outstanding immediately prior to the Effective Date of the Merger, will be canceled without payment of consideration of any kind therefor, and no shareholder of Kerso, by virtue of the Merger, shall have the right to acquire shares, obligations or other securities in Kilso.

7. Approval of the Plan by the sole shareholder of Kilso is not required, because the Articles of Incorporation of Kilso will not differ from its Articles before the Merger, and each shareholder of Kilso, whose shares were outstanding immediately prior to the Effective Date of the Merger, will hold the same number of shares with identical designations, preferences, limitations and relative rights immediately after the Merger.

8. This Plan has been submitted to and approved by the sole shareholder and sole director of Kerso.

9. This Plan has been submitted to and approved by the sole director of Kilso.

10. The board of directors of each constituent corporation is hereby authorized to amend this Plan at any Date prior to the Effective Date of the Merger, to the extent permitted by law.

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11. There are no other terms or conditions to the Merger.